

**National Hellenic Student Association (NHSA) of North America, Inc.**  
**CONSTITUTION**

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## Constitution

### Article I – Name, Purpose, and Policies of the Association

#### Section 1 (Name)

The National Hellenic Student Association (NHSA) of North America, Inc. hereafter sometimes referred to as “NHSA” or the “Association.”

#### Section 2 (Purpose)

The purpose of the National Hellenic Student Association (NHSA) of North America, Inc. is:

- a. To serve as an umbrella organization in North America dedicated to supporting and uniting local Hellenic student organizations without interfering or challenging their autonomy.
- b. To promote fellowship among members of the Hellenic community through cultural, professional, social, and educational activities.
- c. To preserve and to promote the Hellenic culture, heritage, traditions, and the Greek Orthodox religion.
- d. To provide a platform for students of Hellenic descent as well as students interested in Hellenism to share their ideas and collaborate on projects.
- e. To create awareness about issues regarding Greece, Cyprus, Greek/Cypriot Americans, Greek/Cypriot Canadians and to facilitate efforts to address them in an effective manner.
- f. To create bonds with Greece and the Greek community of North America and to develop a useful network in both regions for the members of the Association.
- g. To assist university Hellenic student organizations and members by leveraging resources and providing guidance.
- h. To welcome and to counsel Hellenic students and visitors from Greece and Cyprus.

#### Section 3 (Non-Discrimination Policy)

This Association, its members, and officers shall not discriminate against any individual on the basis of age, color, disability, gender identity or expression, national origin, race, religion, sex, sexual orientation, or veteran status.

#### Section 4 (Parliamentary Authority)

Though the minority shall be heard and absentees protected, the majority shall decide. Every member of the Association is entitled to express their opinion through the appropriate channels. The proposals put forth in the General Assembly (defined in Article II, Section 1) meetings must be approved by a majority of eligible voters (defined in Bylaws: Membership, Article I, Section 3) at the meetings, so long as a quorum (defined in Bylaws: Meetings, Article I, Section 3) is maintained. General Assembly meetings will run in accordance to Robert’s Rules of Order.

#### Section 5 (Political Party Affiliations)

The Association has no affiliation with political parties in the United States, Canada, Cyprus, or Greece. Any views expressed by any member and/or program participants do not represent the views of the

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Association. The Association shall not engage in political activities. Political activities are defined as any participation in a campaign on behalf of or in opposition to any candidate for public office in any country. Activities concerning cultural, educational, social, or international issues are not considered political activity. The ultimate decision as to what constitutes political activity shall lie with the Executive Board (defined in Article III, Section 1).

## Article II - Membership

### Section 1 (Member-Chapters & General Assembly)

General membership shall be open to any university Hellenic student organization located in the United States or Canada. These members will be known as “Member-Chapters” of NHSA. Collectively, all Member-Chapters Delegate (defined in Bylaws: Membership, Article I, Section 3) will be known as the “General Assembly”.

### Section 2 (Individual Members)

Individual membership shall be open to any student or recent alumni in the United States and Canada who are either of Greek or Cypriot descent or demonstrate an active and genuine interest in the Hellenic culture and affairs, without regard to race, ethnic origin, color or religious beliefs, and who are interested in and supportive of the purposes, principles, programs, and policies of NHSA. Individual members will not be allowed to vote; however, may participate in NHSA events, programs, and initiatives.

### Section 3 (Other Affiliates)

Other university affiliates, including faculty, staff, and alumni, as well as professionals, partners, etc. can become Individual Associate Members. Furthermore, they may become members of the Board of Trustees (defined in Article IV, section 2) or Advisory Council (defined in Article IV, Section 1) should they be referred to and approved by the Executive Board. Individual Associate Members, Board of Trustees, and Advisory Council Members shall not have the right to vote during a General Assembly meeting; however, they may voice their opinion.

## Article III - Organizational Structure (Executive Board)

### Section 1 (Executive Board)

The officers of the Association, referred to as the “Executive Board” are: President, Vice President, Director of Operations, Treasurer, Director of Public Relations & Recruitment, Director of Special Projects & Initiatives, Director of Marketing, Finance Director, Logistics Director, and IT Director.

All members of the Executive Board, agree, upon taking office that they shall read, uphold, and abide by the provisions of this Constitution and all other governing documents of the National Hellenic Student Association (NHSA) of North America, Inc. None of the Executive Board members shall use the resources of NHSA for any action or reason that does not serve the purpose of NHSA, as described by Article I,

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Section 2 and/or comply with its nonprofit 501(c)(3) status. The Executive Board shall document and report any misuse of NHSA's name or resources.

No individual Executive Board member shall hold two offices listed in this section.

### Section 1-A (Elected Executive Board Members)

The following positions shall be determined during the annual elections at the General Assembly meeting: President, Vice President, Director of Operations, Treasurer, Director of Public Relations & Recruitment, Director of Special Projects & Initiatives, and Director of Marketing.

### Section 1-B (Appointed Executive Board Members)

The following positions shall be determined by appointment and subsequent approval by a two thirds (2/3) vote of the elected officials (including the President): Finance Director, Logistics Director, IT Director, and Regional Directors.

## Section 2 (Officer Duties)

### Section 2-A (Elected Officials)

#### *President*

The President duties:

- Preside over the meetings and/or functions of the Association;
- Set the policies of the Association according to the Constitution and other governing documents, the ethical standards;
- Together with the other officers, defines a course of action according to the management style and the changes necessary for NHSA;
- Lead and inspire the efforts of the Executive Board;
- To call for Executive Board meetings, elections, Conventions, and General Assembly meetings.

#### *Vice President*

The Vice President duties:

- Supporting the President and the operations of NHSA;
- Oversee, along with the President, all operations and policies of the Association;
- Should the President be absent, the Vice President shall assume the responsibilities of the President;
- The Vice President shall report to the President.

#### *Director of Operations*

The Director of Operations duties:

- Manage the activities of all the Directors to ensure proper execution of directives and responsibilities;

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- Oversee the overall operations of the Association to ensure proper allocation of resources;
- Supervise the administrative aspects of NHSA including, but not limited to, meeting minutes and document retention;
- The Director of Operations shall report to the President.

### *Treasurer*

The Treasurer duties:

- Responsible for all Association funds, including collection of all fees and donations;
- Payment of all bills under the direction of the Executive Board;
- Keep accurate records of all receipts and disbursements;
- Present financial reports at Executive Board meetings and General Assembly meetings;
- Pass down all of their records to the next Treasurer;
- Assisting the Finance Director and/or facilitating the process of fundraising;
- The Treasurer shall report to the President.

### *Director of Public Relations & Recruitment*

The Director of Public Relations & Recruitment duties are to:

- Develop a public relations plan for NHSA programs and initiatives alongside the Director of Marketing;
- Oversee the recruitment and retention of Member-Chapters in all NHSA Regions;
- Marketing and promotion of NHSA primarily through the use of social media;
- Maintain communication with Delegates and Member-Chapters;
- Maintain communication with Greek Studies programs at universities in the United States and Canada;
- Controlling the public relation image and distribution of the Association's name and logos;
- The Director of Public Relations & Recruitment shall report to the President,

### *Director of Special Projects & Initiatives*

The Director of Special Projects & Initiatives duties:

- Coordinate all special projects and initiatives that NHSA has or wishes to create or participates in;
- Conceptualizing, planning, executing, and overseeing the Association's projects and initiatives (The Executive Board shall make the final decision as to which initiatives NHSA should create or participate in);
- Manage committees associated with the projects and initiatives (if applicable);
- The Director of Special Projects & Initiatives shall report to the President.

### *Director of Marketing*

The Director of Marketing duties:

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- Develop a marketing strategy for NHSA;
- Design or assist in the design of NHSA marketing and promotion tools (flyers, logos, etc.);
- Track the success of marketing tools implemented by the Association;
- The Director of Marketing shall report to the President.

### Section 2-B (Appointed Positions)

#### *Finance Director*

The Finance Director duties are:

- Assisting the Treasurer in budgeting, accounting, and general treasury needs;
- Developing a fundraising plan and setting goals for each academic year/specific project;
- Work closely with the Treasurer and other Executive Board members in their fundraising effort;
- Develop/update a sponsorship list and maintain the communication with potential sponsors;
- The Finance Director shall report to the Treasurer.

#### *Logistics Director*

The Logistics Director duties are:

- Taking meeting minutes at all Executive Board and General Assembly Meeting;
- Keep records of all documents, membership lists, and forms;
- Responsible for delegating logistical aspects of events, Conventions, and the Association and assisting, to this extent, the Chief of Staff;
- The Logistics Director will report to the Director of Operations.

#### *IT Director*

The IT Director duties are:

- Responsible for all technology of the Association, primarily focusing on the NHSA websites;
- The IT Director shall report to the Director of Operations.

#### *Regional Directors*

There shall be one Regional Director that will be appointed per NHSA Region. The Regional Director duties are:

- Coordinating the NHSA actions and programs in their area of responsibility;
- Working with rest of the Executive Board in order to best allocate the resources of their Region;
- Maintaining communication with the Member-Chapters in the Region along with the Chief of Staff;
- Assist in recruiting, maintaining, and engaging Member-Chapters in their respective Region;
- Regional Directors shall report to the Chief of Staff.

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### Section 3 (Regions)

For better serving its members on the local level, the NHSA governing structure includes ten Regional Directors, one for each of the following geographic regions:

- a. Canada 1: Montreal/Ottawa
- b. Canada 2: Toronto
- c. Great Lakes (IA, IL, IN, MI, MN, MO, OH, WI)
- d. Mideast (DC, DE, MD, PA, VA, WV)
- e. New England (MA, ME, NH, RI, VT)
- f. North Central (AK, CO, ID, KS, MT, ND, NE, OR, SD, UT, WA, WY)
- g. Northeast (CT, NJ, NY)
- h. South Central (AR, LA, NM, OK, TX)
- i. Southeast (AL, FL, GA, KY, MS, NC, SC, TN)
- j. Southwest (AZ, CA, HI, NV)

The Executive Board may split or fuse regions as they see fit, without the need for Constitutional amendments.

### Section 4 (Tenure)

The term of office for the Executive Board shall be from January 1<sup>st</sup> until December 31<sup>st</sup> (one year). *[To take place for elections for the year of 2017 during the fall 2016 General Assembly meeting or online – This bracket to be removed after fall 2016 GA]* The time between electorate General Assembly meetings and January 1<sup>st</sup> will serve as a transition period. Individuals appointed or promoted in the Executive Board in the case of a vacancy (defined in Article VII), shall retain their office until the end of the term of the member they replaced.

The longest consecutive period a person can serve in the same position on the Executive Board is three (3) years. A person may serve on the Executive Board in various positions for up to five (5) consecutive years.

### Section 5 (Requirements)

The below requirements must be met in order to hold a position on the Executive Board.

#### Section 5-A (University Status)

For elected Executive Board members, it is recommended that they are a student during their tenure; however, they may run for office within the calendar year of their graduation, and hold that position for up to one (1) calendar year following. For those in appointed positions, they may be appointed for office up to two (2) calendar years following their graduation. A year is defined as January 1<sup>st</sup> to December 31<sup>st</sup>.

#### Section 5-B (University Location)

All Executive Board members must reside and attend or have attended (in the case of alumni) a university in the United States or Canada throughout their tenure. If an Executive Board member is out



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of the United States or Canada for more than one (1) month (excluding winter or summer vacation as per their university academic calendars) or is living full time in a different country, they will be removed from their position, without the need for an impeachment process.

## Article IV – Organizational Structure (Other Governing Bodies)

### Section 1 (Advisory Council)

#### Section 1-A (Roles & Responsibilities)

The Advisory Council may consist of founders, past Executive Board members, or individuals with no prior membership who will serve as representatives of NHSA in conjunction with the Executive Board as well as serve as advisers to the Executive Board. Advisory Council members may not serve on the Executive Board or the Board of Trustees and must have completed at least their undergraduate studies. One role is to assist in the transition from one Executive Board to another to ensure the continuation of the Association and advise on Constitutional matters and initiative decisions. The Advisory Council may make recommendations and provide information to the Executive Board on, but not limited to, the Constitution, initiatives, and strategic planning, as well as monitoring and evaluating the Association. This Council will also maintain the legality of initiatives and compliance with 501(c)(3) nonprofit status. The Executive Board will submit a report of key activities, budget and financial information, and initiative evaluation metrics twice a year (once in December and the other in June).

The Advisory Council members are considered honorary members and do not possess voting power on matters before the Executive Board or the General Assembly; however they can vote on matters within the Advisory Council by simple majority with a quorum of two-thirds (2/3) of the total members.

It is recommended that the Executive Board should work with and seek the advice and opinions from the Advisory Council before making final decisions on initiatives, policies, and agendas. The Advisory Council can also propose initiatives, policies, and ideas to the Executive Board, who can implement them upon simple majority vote.

The Advisory Council is tasked with not only advising the Executive Board, but also, auditing NHSA. The audit may take many forms, some of which are through financial audits, meeting minute reviews, impeachment investigations, and the interpretation and the upholding of the NHSA Constitution. The Council has the right to initiate an official audit upon a simple majority vote. The Council shall provide a report on the findings of the audit and make recommendations for addressing any issues identified. In the case where an audit reveals serious mismanagement, fiscal noncompliance, illegal actions, or acts that may jeopardize the Association's nonprofit 501(c)(3) status or legal entity status, or emergent recommendations are not addressed by the Executive Board, the Advisory Council may initiate an impeachment process (defined in Bylaws: Vacancies, Article I, Section 2) or cancel the operations of the Association until they deem appropriate.

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The Advisory Council shall meet semi-annually at a place and time decided upon by the Advisory Council Chairman.

### Section 1-B (Appointment)

Any member of the Executive Board, the General Assembly, Board of Trustees, Chairman, or current Advisory Council can suggest an individual for the Advisory Council. In order for a nomination to become an appointee, they must be voted on by a simple majority of the Executive Board and current Advisory Council, each conducting their own vote or the Executive Board and the Chairman (current Advisory Council will have one (1) vote to break a tie should it occur). During this vote, the President shall be given voting power. A quorum for the vote is defined by two-thirds (2/3) of the total members from each party. Prior to nomination votes by either party, there should be a joint discussion. Once a nomination is made, it is taken to the General Assembly to vote. Each member of the Advisory Council must be voted on by a simple majority of the General Assembly who is present in the quorum (defined in Bylaws: Meetings, Article I, Section 3). There will be a minimum of three (3) and a maximum of seven (7) Advisory Council members. It is suggested that at least one (1) Advisory Council member is from the United States and one (1) from Canada. The Past President may serve on the Advisory Council if they do not serve on the Board of Trustees or on the Executive Board, should there be any vacancies and they are approved, per the guidelines outlined herein. Individuals who are nominated may serve as interim members of the Advisory Council prior to the General Assembly approval. *[This Section to take effect in 2017 – In 2017, this bracket shall be removed.]*

### Section 1-C (Tenure)

Advisory Council members will serve two year terms with no term limits. Upon the completion of a term, the Advisory Council member must be reapproved through the joint discussion (defined in Article IV, Section 1-B) and by a majority vote of the General Assembly.

## Section 2 (Board of Trustees)

### Section 2-A (Roles & Responsibilities)

The Board of Trustees is a group of committed supporters (financial, academic, professional) to NHSA, including, but not limited to, university faculty, professionals, and partners, which has the role of advising the Executive Board and commenting on NHSA strategy. The Board of Trustees has similar roles and responsibilities as the Advisory Council, however, due to their financial commitment, their decisions, made by simple majority with a quorum of two-thirds (2/3) of the total members, may overturn or outweigh that of the Advisory Council and the Executive Board. The Board of Trustees are considered honorary members and do not possess voting power on matters before the Executive Board or the General Assembly; however they can vote on matters within Board of Trustees.

The Board of Trustees should have annual meetings at a place and time determined by the Board of Trustees Chairman.

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### Section 2-B (Appointment)

The Board of Trustees is comprised of individuals who value the Hellenic heritage and culture, who are genuinely interested in issues affecting Greece, Cypriot, Greek/Cypriot American/Canadian students. These individuals should be professionals and active members of their communities. Membership to the Board of Trustees follows invitation sent out by the Executive Board. The Board of Trustees membership is based on a monetary donation to NHSA with the amount and frequency to be determined by the Executive Board. There shall be at least three (3) Board of Trustees and no more than nine (9). The Past President may serve on the Board of Trustees if they do not serve on the Advisory Council or on the Executive Board, should positions be available and they are approved, per the guidelines outlined herein.

### Section 2-C (Tenure)

The Board of Trustees shall serve four (4) year terms with no term limit so long as the Executive Board sends them an invitation to continue their service.

## Section 3 (Chairman)

### Section 3-A (Role & Responsibility)

The Chairman is responsible for the proper governance of NHSA as an entity including the Executive Board, Advisory Council, and Board of Trustees and shall serve as an agent of NHSA. The Chairman will serve as a bridge for the Executive Board, the Advisory Council, and Board of Trustees. They will also use their resources (financial, network, etc.) to aid the Executive Board in its activities and duties. The Chairman may become a member of either the Advisory Council or Board of Trustees should positions be available; however, they do not need to be approved per the approval process (defined in Article V, Section 1-B & 2-B). The Chairman shall have the power to initiate an audit of the Executive Board, the Advisory Council, and/or Board of Trustees. The Chairman should be consulted on all Constitutional, legal, contractual, and financial matters faced by NHSA on any level of the organizational structure. It is their job, along with the Advisory Council to maintain the legality of NHSA as it pertains to NHSA as a legal entity, its 501(c)(3) nonprofit status, and that there is compliance with this Constitution, Bylaws, and/or all governing documents. They shall work with the Treasurer to ensure all financial compliance.

### Section 3-B (Appointment)

The Chairman shall be appointed by a joint committee consisting of the President and Vice President representing the Executive Board, three (3) Advisory Council members, and, if available, two (2) Board of Trustee members. All parties must be present for a vote to occur and a simple majority is required to pass a vote. The Chairman appointment shall take place within one (1) month following elections.

### Section 3-C (Tenure)

The Chairman shall hold office for three (3) years and the selection of a new Chairman will occur directly following elections.

The Chairman may be in office up to two terms.

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### Article V – Elections

#### Section 1 (Elections Timing)

Elections shall be held on a yearly basis, typically in conjunction with the NHSA Fall Convention, however, may be held online if quorum of the General Assembly has not been met in person at a General Assembly meeting.

#### Section 2 (Policies & Procedures)

Election policies, procedures, protocols, and details may be found in the NHSA Bylaws.

### Article VI – Appointed Position Selection

#### Section 1 (Qualifications)

A current student and an alumnus who has graduated at any time in the past two (2) calendar years may be appointed for a position on the Executive Board by the overseeing officer.

#### Section 2 (Policies & Procedures)

Appointed position selection policies, procedures, protocols, and details may be found in the NHSA Bylaws.

### Article VII – Vacancies

#### Section 1 (Types of Vacancy)

Any member of the Executive Board, Advisory Council, Board of Trustees, or the Chairman may resign by submitting a written letter/e-mail of resignation. Any individual of the above stated bodies may also be impeached from their position per the guidelines in the Bylaws, Constitution, and governing documents.

#### Section 2 (Policies & Procedures)

Vacancy policies, procedures, protocols, and details may be found in the NHSA Bylaws.

### Article VIII – Amending the Constitution, Bylaws & Governing Documents

#### Section 1 (Amendment Proposals)

Any Member-Chapter, in good standing, may propose amendments to the Constitution or governing documents with endorsement of three (3) other Member-Chapters. Endorsements may take place prior to or during the General Assembly meeting. Amendments shall be discussed and voted on during a General Assembly meeting with notice to the Executive Board. An Executive Board member, Advisory Council member, Board of Trustee member, and/or the Chairman may propose amendments to the Constitution, Bylaws, and/or governing documents with a simple majority approval from that governing

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body, and may present the amendment(s) to the General Assembly without endorsement from the Member-Chapters.

General edits (i.e. spelling mistakes, incorrect sentence, etc.) that do not, under any circumstances, change the meaning of the Constitution, Bylaws, and/or other governing documents, may be voted on and approved by the Executive Board by a simple majority without the need of a proposal and without the need of a vote of approval from the General Assembly.

Amendment policies, procedures, protocols, and details may be found in the NHSA Bylaws.

## **Article IX – Termination of the Association’s Operations – Method of Dissolution**

### **Section 1 (Dissolution)**

The ending of the Association’s operations requires a supermajority vote of the Member-Chapters during the General Assembly meeting; a quorum being present.

### **Section 2 (Dissolution Committee)**

Should any organization assets and debt exist, a Dissolution Committee should be created by the members of the last General Assembly or, if this is not possible, by the members of the last Executive Board and the Chairman. The Committee shall consist of seven (7) members, two (2) from the Executive Board, two (2) from the Advisory Council, two (2) from the Board of Trustees (if available), and the Chairman. The members of the Dissolution Committee must identify and declare all remaining assets and liabilities and allocate and/or resolve them. Any remaining assets should be donated to a nonprofit organization for a program or work whose mission and purposes are aligned with that of NHSA as outlined in Article 1, Section 2.

## **Article X – Other Legal Issues**

### **Section 1 (Legal Matters)**

All other legal, governing, or supervisory directives, statutes, or proceedings required for the proper governance and status of this Association are enclosed and ratified in the Bylaws.

Any issues hitherto not address in this Constitution, Bylaws, or other governing documents, are regulated by the laws of the state or province in which the National Hellenic Student Association of North America, Inc. is incorporated as well as IRS 501(c)(3) tax codes. NHSA is incorporated in New York State as a not-for-profit corporation.

**Constitution**

**Amended**

**NHSA Fall 2016 Boston Convention**

**November 22, 2016**

**(Via Online Vote)**